

# EXHIBIT H

**WRITTEN CONSENT IN LIEU OF A MEETING**

The undersigned, constituting the managing members of **HERITAGE 286 RIDER AVE LLC**, the sole member of **286 RIDER AVE HOLDINGS LLC**, the sole member of **286 RIDER AVE DEVELOPMENT LLC** (“Sole Member”), and the sole member of **286 RIDER AVE ACQUISITION LLC** (the “Borrower”), each a New York limited liability company, hereby consent to the adoption of the following resolutions in lieu of a meeting thereof:

**WHEREAS**, the Borrower is desirous of borrowing certain funds from **BE-AVIV 286 RIDER LLC** (“Lender”), and Lender is willing to extend a loan to Borrower in the original principal amount of **EIGHT MILLION AND 00/100 (\$8,000,000.00) DOLLARS** (the “Loan”), pursuant to the terms and conditions of that certain Mortgage and Security Agreement (the “Mortgage”), Promissory Note (the “Note”), Membership Interest Pledge Agreement (the “Pledge”) and other ancillary documents in connection therewith (collectively the “Loan Documents”);

**WHEREAS**, as collateral for the Loan, the Borrower has agreed to grant to Lender a first priority mortgage on the property located at 286 Rider Avenue, Bronx, New York 10451 (the “Property”); and

**WHEREAS**, it is in the best interests of the Borrower that the Borrower enter into the Loan, execute and deliver to Lender the Note and grant to Lender a first priority mortgage on the Property;

**WHEREAS**, it is in the best interests of the Sole Member to execute and deliver to Lender the Pledge;

**NOW THEREFORE, IT IS HEREBY**

**RESOLVED**, that the Borrower is authorized to enter into the Loan, execute and

deliver to Lender the Note and to grant to Lender a first priority mortgage on the Property;

**RESOLVED**, that the Sole Member is authorized to execute and deliver to Lender the Pledge;

**RESOLVED**, that Toby Moskovits (the "Authorized Signatory") be, and hereby is, authorized to execute and deliver on behalf of the Borrower and the Sole Member all agreements and collateral documents, including, without limitation, the Loan Documents, Membership Interest Pledge Agreement and any security agreements with any such changes as the Authorized Signatory shall deem necessary or appropriate to effectuate the Loan, the execution of each of the same with any such changes thereto to be conclusive evidence of the approval of such changes by the members as if specifically approved in these resolutions; and

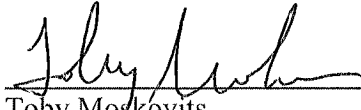
**RESOLVED**, that the Authorized Signatory, be, and hereby is, authorized and directed to execute and deliver on behalf of the Borrower and the Sole Member any and all such agreements, instruments and other documents, to pay all such amounts, costs, fees and expenses and to take all such further action as may be required or appropriate, under the provisions of the Loan, as such officer, deems necessary or appropriate to effectuate the intent and purposes of the foregoing resolutions;


**RESOLVED**, that any actions heretofore taken by the Borrower or any officer or member on behalf of the Borrower are hereby ratified in its entirety; and

**RESOLVED**, that any actions heretofore taken by the Guarantor or any officer on behalf of the Guarantor are hereby ratified in its entirety.

**THE BALANCE OF THIS PAGE SHALL REMAIN BLANK**

IN WITNESS WHEREOF, the undersigned have executed this as of this 19 day  
of September, 2019.

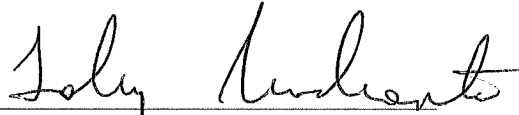
  
Toby Moskovits


  
Yechial Michael Lichtenstein

**286 RIDER AVE DEVELOPMENT LLC, a  
New York limited liability company**

By: 286 RIDER AVE HOLDINGS LLC, its  
Sole Member

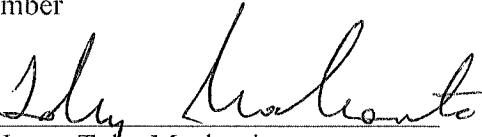
By: HERITAGE 286 RIDER AVE LLC, its  
Sole Member


By:   
Name: Toby Moskovits  
Title: Managing Member

By:   
Name: Yechial Michael Lichtenstein  
Title: Managing Member

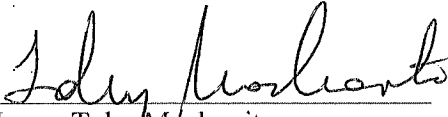
**286 RIDER AVE HOLDINGS LLC, a  
New York limited liability company**


By: HERITAGE 286 RIDER AVE LLC, its  
Sole Member

By:   
Name: Toby Moskovits  
Title: Managing Member

By:   
Name: Yechial Michael Lichtenstein  
Title: Managing Member

**HERITAGE 286 RIDER AVE LLC, a  
New York limited liability company**

By:   
Name: Toby Moskowitz  
Title: Managing Member

By:   
Name: Yechial Michael Lichtenstein  
Title: Managing Member